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Arthur W. Trufelli
Attorney at Law
Florida & New York

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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA SECRETARY OF STATE
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

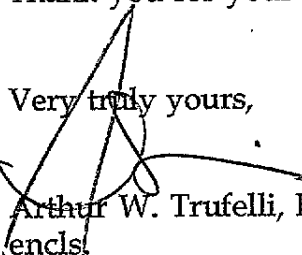
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****122.50 *****78.75

re: Articles of Incorporation
Name: Brian Critoph Management, Inc.
Date: 7/25/2000

Enclosed are two original Articles of Incorporation for the above corporation, together with my check in the amount of \$122.50 covering filing charges and certification fee. Please return a certified copy of the articles and your filing receipt to me.

Thank you for your consideration.

Very truly yours,


Arthur W. Trufelli, Esq.
encs.

F. CHESBOM AUG 1 2000

**ARTICLES OF INCORPORATION
OF
CRITOPH MANAGEMENT, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the Laws of the State of Florida.

ARTICLE. 1 NAME

The name of the corporation shall be **CRITOPH MANAGEMENT, INC.**, and the address of the principal office of the corporation shall be 27 Pennock Lane #205 , Jupiter, Florida 33458, and the mailing address shall be the same.

ARTICLE 2. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE 3. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 50 shares of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE 4. REGISTERED AGENT

The initial registered agent of the corporation is Brian M. Critoph and his address is 27 Pennock Lane #205, Jupiter, FL 33458.

ARTICLE 5. TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE 6. OFFICERS AND DIRECTORS

This corporation shall have the following officers and directors who shall hold office for the first year of the corporation, or until their successors have been elected or appointed:

Brian M. Critoph
Pres./Sec'y

27 Pennock Lane #205
Jupiter, Florida 33458

ARTICLE 7. SPECIAL PROVISIONS

This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue Code, 26 U.S.C. 1361 set. seq., and shall take all actions necessary to obtain and maintain its active status as an S corporation as defined therein.

ARTICLE 8. INCORPORATOR

The name and address of the incorporator is as follows:

Brian M. Critoph
27 Pennock Lane #205
Jupiter, Florida 33458

ARTICLE 9. AMENDMENT

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment thereof, and any right conferred on a shareholder shall be subject to this provision.

IN WITNESS WHEREOF, the undersigned has executed this document this 25th day of July, 2000.

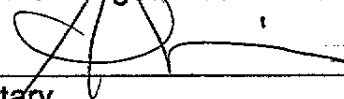


Brian M. Critoph


State of Florida
County of Palm Beach

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Before me personally came, Brian M. Critoph, to me personally known to be the individual described in and who executed the above document in my presence and acknowledged that he executed the same this 25th day of July, 2000.



notary



ARTHUR WILLIAM TRUFELLI
My Comm. Exp. 3/19/2000
Bonded By Service Ins
No. CC627148
☐ Personally Known ☐ Other ID.

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of CRITOPH MANAGEMENT, INC., which is contained in the foregoing Articles of Incorporation.

dated this 25th day of JULY, 2000.



BRIAN M. CRITOPH